

Exhibit D

SEC Form 4

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>THOMPSON KEVIN B</u> (Last) (First) (Middle) <u>C/O SOLARWINDS CORPORATION</u> <u>7171 SOUTHWEST PARKWAY, BUILDING 400</u> (Street) <u>AUSTIN TX 78735</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SolarWinds Corp [SWI]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>11/18/2020</u> 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>11/18/2020</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President & CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/18/2020		S		175,000 ⁽¹⁾	D ⁽²⁾	\$21.6 ⁽³⁾	2,314,053 ⁽²⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

1. Shares sold pursuant to a 10b5-1 trading plan.

2. On November 18, 2020, the reporting person filed a Form 4 which inadvertently reported the reporting person's sale of 175,000 shares of common stock on November 18, 2020 as an acquisition. As a result, the original Form 4 (and the Form 4 subsequently filed by the reporting person on November 20, 2020) also reported an incorrect number of shares of common stock held by the reporting person in Column 5. This amendment is being filed to correctly report the transaction on November 18, 2020 as a disposition and to reflect the correct number of shares of common stock owned by the reporting person as of the date of this amendment, inclusive of the disposition reported in the reporting person's Form 4 filed on November 20, 2020.

3. This transaction was executed in multiple trades at prices ranging from \$21.40 to \$21.85, inclusive. The price range reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares sold and each separate price within the ranges set forth in this footnote.

Remarks:

/s/ Jason W. Bliss Attorney-in-Fact for Kevin B. Thompson 12/17/2020

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.